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**NANCY G. FARAGE**

PROFESSIONAL ASSOCIATION  
ATTORNEY AT LAW

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707 North Franklin Street  
Tampa, Florida 33602

POST OFFICE BOX 173027  
TAMPA, FLORIDA 33672

October 10, 2001

**BY FEDERAL EXPRESS**

Division of Corporations  
Department of State  
The Capitol  
409 East Gaines Street  
Tallahassee, FL 32399

700004634307--8  
-10/12/01--01024--014  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Premier Orthopedic of Tampa, Inc.

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-named corporation. Please file the original Articles and return a certified copy to me. There is also enclosed a Certificate of Designation Registered Agent/Registered Office for the Corporation.

Also enclosed is my firm's check in the amount of \$78.75, representing the filing fee of \$35.00, certified copy fee of \$8.75, and a registered agent fee of \$35.00 for the corporation.

Thank you for your assistance and cooperation in this matter.

Sincerely yours,

  
NANCY G. FARAGE

NGF:gaj  
Enclosures

T. BURCH OCT 12 2001

ARTICLES OF INCORPORATION

OF

PREMIER ORTHOPEDIC OF TAMPA, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be:

PREMIER ORTHOPEDIC OF TAMPA, INC.

FILED  
01 OCT 12 PM 3:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE II

NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III

CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is One Hundred shares (100) shares having a par value of One Dollar (\$1.00) per share. =

#### ARTICLE IV

##### TERM OF EXISTENCE

The existence of this corporation shall commence on October 11, 2001, and this corporation shall have perpetual existence.

#### ARTICLE V

##### REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 3434 W. Columbus Dr., Tampa, Florida 33607, and the name and address of the initial registered agent of this corporation is William Trumbull at 412 E. Madison St., Suite 903, Tampa, FL 33602.

#### ARTICLE VI

##### INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws adopted by the shareholders. The name and address of the initial director of this corporation is:

<u>Name</u>	<u>Address</u>
Amy Holliday	3434 W. Columbus Dr. Tampa, Florida 33607

#### ARTICLE VII

##### SUBSCRIBERS

The name and post office address of the subscriber to these Articles of Incorporation are:

Name

Address

Amy Holliday

3434 W. Columbus Dr.  
Tampa, Florida 33607

ARTICLE VIII

BY-LAWS

The Board of Directors is authorized to adopt By-Laws, including provisions governing the issuance of stock certificates to replace lost or destroyed stock certificates and provisions prohibiting the transfer of the stock of the corporation and of the preemptive rights to such stock, provided such By-Laws are not contrary to the laws of the State of Florida.

ARTICLE IX

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority, or such greater number as may be specified in the By-Laws, of the shares of stock entitled to vote thereon unless all the directors and the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation, this 11 day of October, 2001.

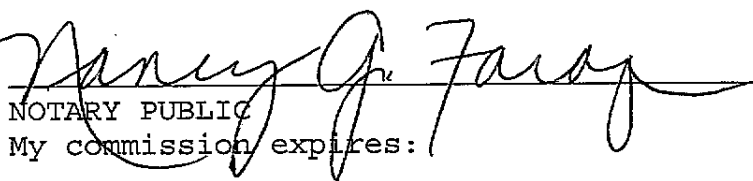
  
Amy Holliday

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Amy Holliday known to me to be the person who executed the foregoing Articles of Incorporation, or ~~who did produce~~ \_\_\_\_\_ as identification, and who acknowledged before me that she executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County aforesaid this 11<sup>th</sup> day of October, 2001.

  
NOTARY PUBLIC  
My commission expires:



Nancy G. Farage  
Commission # DD 023294  
Expires May 27, 2005  
Bonded Thru  
Atlantic Bonding Co., Inc.

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the law of the state of Florida, submits the following statement in designating the registered agent, in the state of Florida.

1. The name of the corporation is: PREMIER ORTHOPEDIC  
OF TAMPA, INC.

2. The name and address of the registered agent and office is:

WILLIAM TRUMBULL  
(NAME)

412 E. Madison St., Suite 903  
(P.O. BOX NOT ACCEPTABLE)

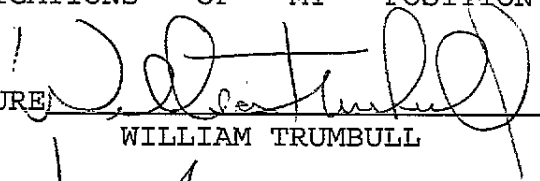
Tampa, Florida 33602  
(CITY/STATE/ZIP)

SIGNATURE   
AMY HOLLIDAY  
(corporate officer)

TITLE Incorporator/President

DATE 10/11/01

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE   
WILLIAM TRUMBULL

DATE 10/11/2001

REGISTERED AGENT FILING FEE: \$35.00

01 OCT 12 PM 3:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED